

## **EXHIBIT A**

ANDREWS KURTH LLP  
Paul N. Silverstein (PS 5098)  
Jonathan Levine (JL 9674)  
450 Lexington Avenue, 15<sup>th</sup> Floor  
New York, New York 10017  
Telephone: (212) 850-2800  
Facsimile: (212) 850-2929

Proposed Counsel to the Official Committee  
of Unsecured Creditors

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X	
In re:	: Chapter 11
	:
LEXINGTON PRECISION CORP, <u>et al.</u> ,	: Case No. 08-11153 (MG)
	:
	:
Debtors.	:
-----X	

**STATEMENT OF ANDREWS KURTH LLP AND  
CERTIFICATION OF PAUL N. SILVERSTEIN  
PURSUANT TO FRBP 2014 AND 2016(b)**

Paul N. Silverstein, certifies as follows:

1. I am a member of Andrews Kurth LLP (“Andrews Kurth”), a law firm with offices, among other locations, at 450 Lexington Avenue, New York, New York 10017. Andrews Kurth is proposed counsel to the Official Committee of Unsecured Creditors (the “Committee”) of Lexington Precision Corporation (“LEXP”) and Lexington Rubber Group, Inc. (collectively with LEXP, the “Debtors”). I am admitted to practice before this Court.

2. I submit this certification to represent that Andrews Kurth has no interest adverse to the Committee in the matters upon which Andrews Kurth may be engaged by the Committee and that Andrews Kurth’s employment would be in the best interests of the Committee.

3. From December 4, 2006 through April 1, 2008 (the “Ad Hoc Period”), Andrews Kurth represented an ad hoc committee of holders who, in the aggregate, hold in excess of 75%

of the LEXP's 12% Senior Subordinated Notes due 2009 (the "Ad Hoc Committee"). The Ad Hoc Committee was comprised of Cape Investments, LLC, Hedgehog Capital, LLC, Jefferies & Company, Inc., Sandler Capital Management, Valhalla Capital Partners and Wilfrid Aubrey LLC. During the Ad Hoc Period, the Ad Hoc Committee became restricted and was provided access to certain confidential information. The Debtors "recognized" the Ad Hoc Committee and, pursuant to an engagement letter dated December 26, 2006 between the Debtors and Andrews Kurth, the Debtors agreed to pay Andrews Kurth's fee and expenses in connection with its representation of the Ad Hoc Committee. In connection therewith, Andrews Kurth received payments from the Debtor totalling \$133,819.38.

4. In connection with its proposed retention by the Committee, Andrews Kurth has undertaken a review of its computerized client data base (the "Disclosure Procedure") to determine whether it had any relationships with the following entities:

- (i) the Debtors;
- (ii) current officers and directors of the Debtors;
- (iii) the beneficial holders of the 12% Senior Subordinated Notes to the extent known by the Debtors;
- (iv) significant holders of the LEXP's stock (those holding more than 5%);
- (v) members of the Ad Hoc Committee;
- (vi) members of the Official Committee of Unsecured Creditors;
- (vii) the indenture trustee for the 12% Senior Subordinated Notes;
- (viii) the Debtors' pre-petition secured lenders; and
- (ix) the entities listed as the Debtors' 30 largest creditors

A list of the names of each of the entities searched is attached hereto as Schedule 1.

5. To the extent that this search indicated that Andrews Kurth had or has a connection with any of these entities, they are listed below:

Matched Entity	Relationship to Debtor	Relationship to Andrews Kurth	Representation in Connection with Debtor's Case
American Express	Unsecured Creditor	Client	No
Cape Investments, LLC	Holder of 12% Notes	Client	Member of Ad Hoc Committee
Goodyear Tire & Rubber Co.	Unsecured Creditor	Client	No
Hedgehog Capital LLC	Holder of 12% Notes	Client	Member of Ad Hoc Committee
Jefferies High Yield Trading	Holder of 12% Notes	Client	Member of Ad Hoc Committee and Committee
PPG Industries, Inc.	Unsecured Creditor	Client	No
Sandler Capital Management	Holder of 12% Notes	Client	Member of Ad Hoc Committee
Valhalla Capital Partners, LLC	Holder of 12% Notes	Client	Member of Ad Hoc Committee and Committee
Wilfred Aubrey, LLC	Holder of 12% Notes	Client	Member of Ad Hoc Committee and Committee
Wilmington Trust Company	Indenture Trustee	Client	Member of Committee

6. The fees for the last twelve months paid to Andrews Kurth by each of the entities listed above did not exceed one per cent (1%) of the annual gross revenue of Andrews Kurth.

7. Andrews Kurth will continue to apply the disclosure procedure as additional information concerning entities having a connection with the Debtors is developed and will file appropriate supplemental disclosure with the Court (if any).

8. Andrews Kurth has represented, or may in the future represent, other parties in interest in these Chapter 11 cases, including some or all of the parties listed on the Debtors' list of thirty largest creditors in connection with matters wholly unrelated to these Chapter 11 cases.

9. Andrews Kurth is not a creditor, equity security holder or an insider of the Debtors.

10. To the best of my knowledge, except as disclosed herein, no attorney at Andrews Kurth has any connections with the Debtors, creditors, any other party in interest, their respective attorneys and accountants, the United States Trustee, any person employed in the office of the United States Trustee, or any insider of the Debtors. I, Andrews Kurth, its partners, associates

and counsel (i) may have appeared in the past and may appear in the future in cases under the Bankruptcy Code, or otherwise, in which one or more of the parties in interest may be involved, and (ii) may represent, or may have represented, certain parties in interest in matters wholly unrelated to this case.

11. The Committee proposes to pay Andrews Kurth its customary hourly rates in effect from time to time and to reimburse Andrews Kurth for its expenses according to its customary reimbursement policies. Paul N. Silverstein and Jonathan Levine are the attorneys at Andrews Kurth who are expected to have primary responsibility for this case.

12. Andrews Kurth understands that its compensation in this case is subject to prior approval of the Court, after notice and a hearing, in accordance with Bankruptcy Code Sections 328(a) and 330 and Bankruptcy Rule 2016.

13. There are no agreements or understandings between Andrews Kurth and any entity for the sharing of compensation received or to be received for services rendered in or in connection with the case, except among the members or regular associates of Andrews Kurth.

14. To the best of my knowledge, after conducting or supervising the investigation described above, I believe Andrews Kurth is eligible for employment by the Committee pursuant to Section 1103 of the Bankruptcy Code.

Executed this 21st day of April, 2008.

/s/ Paul N. Silverstein  
Paul N. Silverstein

Schedule 1

**1. Holders of 12% Senior Subordinated Notes**

- a. Cape Investments, LLC
- b. Hedgehog Capital LLC
- c. Jefferies High Yield Trading
- d. Sandler Capital Management
- e. Valhalla Capital Partners, LLC
- f. Wilfrid Aubrey, LLC
- g. Warren Delano
- h. Michael Lubin

**2. Debtors' Largest Unsecured Creditors**

- a. American Express
- b. Environmental Products and Services of Vermont, Inc.
- c. Goodyear Tire & Rubber Co.
- d. Momentive Performance Materials, Inc.
- e. PPG Industries, Inc.
- f. Wacker Chemical Corporation
- g. Chase Brass & Copper, Inc.
- h. Momentive Performance Materials, Inc.
- i. Earle M. Jorgensen
- j. Environmental Products & Services
- k. Signature Aluminum
- l. Shin-Etsu Silicones of America, Inc.
- m. Ohio Edison
- n. Keystone Profiles
- o. Channel Prime Alliance
- p. Vitex Corporation
- q. Haley & Aldrich, Inc.
- r. Degussa Huls Corporation
- s. Lintech International
- t. Imperial Die & Mfg Co.
- u. Gold Key Processing, Ltd.
- v. Process Oils, Inc.
- w. Copper & Brass Sales
- x. Gosiger Machine Tools
- y. Technical Machine
- z. Excellus Blue Cross
- aa. Preferred Rubber
- bb. China Auto Group
- cc. Burnt Mountain Center, Inc.
- dd. Dow CorningSTI

**3. Indenture Trustee for 12% Subordinated Notes**

- a. Wilmington Trust Company

**4. Pre-Petition Secured Lenders**

- a. CapitalSource Finance LLC
- b. Webster Business Credit Corporation
- c. CSE Mortgage LLC
- d. DMD Special Situations, LLC

**5. Debtors**

- a. Lexington Precision Corporation
- b. Lexington Rubber Group, Inc.

**6. DIP Lenders**

- a. Michael Lubin
- b. Lubin Partners, LLC
- c. ORA Associate LLC

**7. 5% or More Stockholder**

- a. Warren Delano
- b. Michael Lubin
- c. William B. Conner